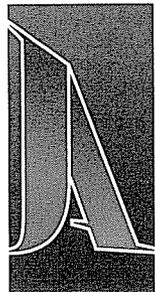


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AMLUNG
LAW OFFICES

January 6, 2006

Ms. Beth A. O'Donnell
Executive Director
Public Service Commission
211 Sower Boulevard
P.O. Box 615
Frankfort, KY 40602

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JAN 9 2006

PUBLIC SERVICE
COMMISSION

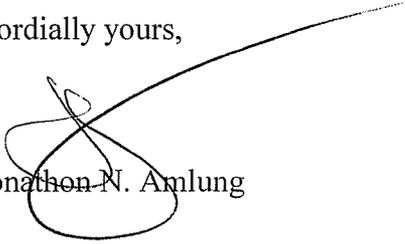
**RE: *Kentucky ALLTEL, Inc., and ALLTEL
Kentucky, Inc.'s Intent to Transfer Assets
to Valor Communications Group, Inc.,
Case Number 2005-00534.***

Dear Ms. O'Donnell:

Please find enclosed for filing an original and ten (10) copies of Touchstone d/b/a ALEC, Inc.'s motion to intervene for filing in the above-referenced case.

Thank you for your attention to this matter. Please do not hesitate to contact me should you have any questions or concerns.

Cordially yours,


Jonathon N. Amlung

Enclosures

cc: Parties of Record

COMMONWEALTH OF KENTUCKY
BEFORE THE PUBLIC SERVICE COMMISSION

In the Matter of:

**KENTUCKY ALLTEL, INC., AND ALLTEL)
KENTUCKY, INC.'S INTENT TO TRANSFER) CASE NO.
ASSETS TO VALOR COMMUNICATIONS) 2005-00534
GROUP, INC.)**

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COMMISSION

MOTION FOR LEAVE TO INTERVENE

Comes now TOUCHSTONE, dba ALEC, Inc (“ALEC”), by and through counsel, and hereby Petitions this Honorable Commission pursuant to 807 KAR 5:001, Section 3, for an Order permitting it to Intervene as a party in this case. In support of this Petition, ALEC states as follows:

1. On December 27, 2005, Kentucky ALLTEL, Inc. and ALLTEL Kentucky, Inc. (collectively referred to herein as “ALLTEL”) filed an Application for Approval of Transfer, in which ALLTEL requested approval of a proposed merger between itself and Valor Communications, Inc.

2. That TOUCHSTONE, dba ALEC, Inc (“ALEC”) is a competitive local exchange carrier (“CLEC”), providing telecommunications service in the Commonwealth of Kentucky with a registered address of 250 W. Main Street, Suite 710, Lexington, Kentucky 40507.

3. Should ALEC be permitted full intervention, it will be able to help develop facts that will assist the Commission in full consideration of this matter. Should this Commission permit ALEC to intervene in this case, ALEC will comply with the existing docketing schedule, so as to not unduly burden the Commission, the staff attorneys or the parties in this case.

4. ALEC requests that it be granted leave for full intervention with the right to fully participate in this proceeding as a party, and that the undersigned counsel for ALEC be served with filed testimony, exhibits, pleadings, correspondence and all other documents submitted by parties and be certified as a party for the purposes of receiving service of any petition for rehearing or judicial review.

WHEREFORE, in recognition of the foregoing, ALEC respectfully requests that the Commission permit ALEC to intervene fully as a party of record in this proceeding.

Respectfully submitted,



JONATHON N. AMLUNG
Attorney for ALEC
616 South Fifth Street
Louisville, Kentucky 40202
Telephone: (502) 582-2424
Facsimile: (502) 589-3004

CERTIFICATION

I hereby certify that a true and correct copy of the foregoing was mailed, this the 6th day of January, 2006, to:

Hon. David Jeffrey Barberie
Lexington-Fayette Urban County Government
Department of Law
200 East Main Street
Lexington, KY 40507

Lawrence W. Cook
Office of the Attorney General
1024 Capital Center Drive, Suite 200
Frankfort, KY 40601-8204

Daniel Logsdon
Kentucky ALLTEL, Inc.
130 West New Circle Road, Suite 170
Lexington, KY 40505

Steve Mowery
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P.O. Box 1650
Lexington, KY 40588-1650

Hon. James H. Newberry, Jr.
Wyatt, Tarrant & Combs, LLP
250 West Main Street, Suite 1600
Lexington, KY 40507-1746



JONATHON N. AMLUNG